

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b) Robert

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In re:

BED BATH & BEYOND INC., *et al.*,¹

Debtors.



Order Filed on September 12, 2024

by Clerk

U.S. Bankruptcy Court

District of New Jersey

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

Hearing: Sept. 10, 2024

**ORDER GRANTING PLAN ADMINISTRATOR'S MOTION FOR SANCTIONS
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 9011**

The relief set forth on the following pages, numbered two (2) through and including four (4), is hereby **ORDERED**:

DATED: September 12, 2024

Honorable Vincent F. Papalia
United States Bankruptcy Judge

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>.

The Court has considered the *Motion for Sanctions Pursuant to Federal Rule of Bankruptcy Procedure 9011* filed by Michael Goldberg, in his capacity as the Plan Administrator (the “Plan Administrator”) to 20230930-DK-Butterfly-1, Inc. (f/k/a/ Bed Bath & Beyond Inc.)² and affiliated debtors (the “Debtors”) [Doc No. 3432] (the “Motion”); and the Court having held a hearing on the Motion on September 10 2024, and the Court having found that Plan Administrator gave adequate notice of the Motion pursuant to Federal Rule of Bankruptcy Procedure 9011(c) prior to filing the Motion; and that Former Shareholder did not withdraw his *Motion for the Appointment of an Official Committee of Equity Security Holders* (the “Former Shareholder Motion”) [Doc. No. 3432]; and the Court having noted that the Former Shareholder did not file an objection to the Motion; and that the Former Shareholder's request for the appointment of a committee of equity security holders pursuant to Bankruptcy Code section 1102 is not warranted by existing law or by a nonfrivolous argument for the extension, modification, or reversal of existing law or the establishment of new law; and that the allegations and other factual contentions set forth in the Former Shareholder Motion in support of the appointment of a committee of equity security holders pursuant to Bankruptcy Code section 1102 have no competent evidentiary support and, to the extent specifically identified, are not likely to have evidentiary support after a reasonable opportunity for further investigation or discovery; and having found that Former Shareholder failed to conduct a reasonable inquiry into the facts and law prior to filing the Former Shareholder Motion; and the Court having ~~jurisdiction to consider the Motion~~ and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. §

² Pursuant to the *Certificate of Amendment of the Certificate of Incorporation of Bed Bath & Beyond Inc.*, which was filed with the State of New York Department of State on September 21, 2023, the name of the entity formerly known as “Bed Bath & Beyond Inc.” was changed to *20230930-DK-Butterfly, Inc.* [Filing ID No. 230921001833 DOS ID 315602].

157(b); and venue being proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefore; and for the reasons stated on the record at the hearing held on September 10, 2024 at which the Former Shareholder appeared and participated;

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as set forth herein.
2. Former Shareholder is ordered to pay the Plan Administrator \$2,500 in sanctions pursuant to Federal Rule of Bankruptcy Procedure 9011 (the "Sanction Amount"). The Sanction Amount shall be paid in equal monthly installments of \$500 a month commencing on October 1, 2024, and continuing on the first day of each month thereafter until paid in full.
3. Former Shareholder may not file any further pleadings, motions, motions for reconsideration or other applications (collectively, the "motion or other papers"), including (without limitation) any motion or other papers that directly or indirectly seek the same or similar relief that has previously been denied by this Court, without first:
 - (a) sending a letter to this Court, with copies to all parties in interest, requesting permission to file such a motion or other papers that summarizes the relief requested and the factual and legal basis therefor and, if a motion that directly or indirectly seeks reconsideration of any previous relief granted by the Court, the new and/or different grounds on which such a motion or other paper is based, which letter may include a summary or copy of any such proposed motion or other paper;
 - (b) including a Certification, made under penalty of perjury:
 - (i) representing that the proposed motion or other paper complies with the requirements of Federal Rule of Bankruptcy Procedure 9011(a) and (b).
 - (ii) confirming that the Former Shareholder has not previously sought, directly or indirectly, the same or similar relief from this Court; and

(iii) setting forth the asserted new and/or different grounds under which the

Court should consider such filings and that any new or different information on which such filing is based was not previously available to the Former Shareholder.

4. No party shall be required to respond to any such proposed motion or other paper unless and until the Court approves the filing of same; provided, however, that in the event the Former Shareholder seeks such approval, any party-in-interest may file a short response or opposition to the Former Shareholder's request and indicate the basis for any response or opposition. In the event such approval is granted, the Court shall establish a schedule for further proceedings relating to such motion or other paper. If such approval is denied, no further responses shall be required or hearing conducted with respect to such motion or other paper.

4. Former Shareholder is again directed to immediately comply with this Court's Orders of June 12, 2024 [Doc. No. 3314] and August 21, 2024 [Doc. No. 3473], which required that the Former Shareholder provide counsel for the Plan Administrator with "the personal identifying information of the Shareholder" on the papers submitted in connection with Former Shareholder Motion, which information shall at all times remain subject to the confidentiality provisions of such Orders.

5. This Court shall retain exclusive jurisdiction to interpret and enforce the provisions of this Order in all respects and further to hear and determine all matters arising from the construction and implementation of this Order.

In re:
Bed Bath & Beyond Inc.
Debtor

Case No. 23-13359-VFP
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0312-2
Date Rcvd: Sep 12, 2024

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The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
^	Addresses marked '^' were sent via mandatory electronic bankruptcy noticing pursuant to Fed. R. Bank. P. 9036.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Sep 14, 2024:

Recip ID	Recipient Name and Address
db	+ Bed Bath & Beyond Inc., 650 Liberty Avenue, Union, NJ 07083-8107
aty	+ Casey McGushin, 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Jacob E. Black, Kirkland and Ellis LLP., 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Max M Freedman, Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, IL 60654-5412

TOTAL: 4

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
aty	^ MEBN	Sep 12 2024 20:41:21	Charles B. Sterrett, Kirkland & Ellis, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	^ MEBN	Sep 12 2024 20:41:09	Derek I. Hunter, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Sep 12 2024 20:40:23	Emily E. Geier, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Sep 12 2024 20:42:21	Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Sep 12 2024 20:42:29	Michael A. Sloman, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Sep 12 2024 20:42:24	Noah Z. Sosnick, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Sep 12 2024 20:42:32	Olivia F. Acuna, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Sep 12 2024 20:41:44	Richard U.S. Howell, P.C, KIRKLAND & ELLIS LLP, KIRKLAND & ELLIS INTERNATIONAL LLP, 300 North LaSalle Street, Chicago, IL 60654-3406
aty	^ MEBN	Sep 12 2024 20:42:25	Ross Fiedler, Kirkln d & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643

TOTAL: 9

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.
NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities

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in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Sep 14, 2024

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on September 12, 2024 at the address(es) listed below:

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A. Jeff Ifrah	on behalf of Interested Party Federal Insurance Company jeff@ifrahlaw.com
A.J. Webb	on behalf of Creditor Select Consolidated Management LLC awebb@fbtlaw.com, awebb@ecf.courtdrive.com
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Aaron R. Cahn	on behalf of Creditor The Bank of New York Mellon cahn@clm.com CourtMail@clm.com
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Alan J. Brody	on behalf of Creditor Alexander's Rego Shopping Center Inc. brody@gtlaw.com, alan-brody-2138@ecf.pacerpro.com
Alan Stuart Maza	on behalf of Interested Party Securites and Exchange Commission mazaa@sec.gov mazaa@sec.gov
Albert Anthony Ciardi, III	on behalf of Creditor The Anna Mscisz Trust aciardi@ciardilaw.com sfrizlen@ciardilaw.com;dtorres@ciardilaw.com
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Albert Anthony Ciardi, III	on behalf of Creditor Rainier Colony Place Acquisitions LLC aciardi@ciardilaw.com, sfrizlen@ciardilaw.com;dtorres@ciardilaw.com
Alexander F. Barth	on behalf of Creditor The Chen Liu and Shu Fen Lie Revocable Trust abarth@cohenseglia.com
Alexandria Nikolinos	on behalf of U.S. Trustee U.S. Trustee Alexandria.M.Nikolinos@hud.gov
Allen J Barkin	on behalf of Creditor LOGIXAL INC. abarkin@sbmesq.com sandyr@sbmesq.com
Allen Joseph Underwood, II	on behalf of Creditor 12535 SE 82nd AVE LLC aunderwood@litedepalma.com ajunderwood@ecf.courtdrive.com;grodriguez@litedepalma.com

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Anna Brook	on behalf of Counter-Claimant T-Mobile USA Inc, abrook@cm.law
Anthony Sodono, III	on behalf of Creditor Salmar Properties LLC asodono@msbnj.com
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Christopher Perez

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Clayton Daniel Harvey

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Colin R. Robinson

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Craig G. Margulies

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Dana Lee Robbins

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Dana Lee Robbins

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Dana S. Plon

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Dana S. Plon

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